

N23000014622

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

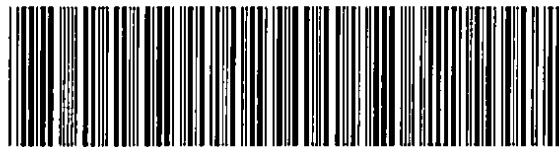
(Document Number)

Certified Copies _____

Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



300419286613

11/27/23--01027--004 ♦♦78.75

2023 NOV 27 AM 10:21



November 15, 2023

Department of State
New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Green and Gold Baseball, Inc.

Dear Sir and Madam:

Enclosed please find an original and copy of the Articles of Incorporation for Green And Gold Baseball, Inc., to be filed with the Department of State.

Also enclosed, please find our client's check #0091, in the amount of \$78.75 to cover the cost of the Filing Fee and Certificate of Status.

Thank you for your attention and consideration to this matter. Should you have any questions or problems with the enclosed, please contact me at your convenience.

Respectfully submitted,
HUDDLESTON & ASSOCIATES, P.A.

Michael C. Huddleston, Esquire

MCH/ah
enclosures
Cc: Client

2023 Nov 15 10:21

GREEN AND GOLD BASEBALL, INC.

A Florida Non-profit Corporation

ARTICLES OF INCORPORATION

ARTICLE I NAME

1.01 Name

The name of this corporation shall be GREEN AND GOLD BASEBALL, INC. The business of the corporation may be conducted as GREEN AND GOLD BASEBALL, INC., or GREEN AND GOLD BASEBALL.

ARTICLE II DURATION

2.01 Duration

The period of duration of the corporation is perpetual.

ARTICLE III PURPOSE

3.01 Purpose

GREEN AND GOLD BASEBALL, INC. is a non-profit corporation and shall operate exclusively for educational, and charitable purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code. GREEN AND GOLD BASEBALL is created to develop the character and skills necessary for male and female youth athletes to excel as baseball players and as student athletes through the use of education, instruction, social and training events.

3.02 Non-Profit

GREEN AND GOLD BASEBALL, INC. is designated as a non-profit corporation.

ARTICLE IV NON-PROFIT NATURE

4.0 Non-profit Nature

2020.05.21 10:21

GREEN AND GOLD BASEBALL, INC. is organized exclusively for charitable and educational purposes including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. No part of the net earnings of GREEN AND GOLD BASEBALL, INC. shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof.

Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by any organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

GREEN AND GOLD BASEBALL, INC. is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its educational and charitable purposes. No part of the assets, receipts, or net earnings of the corporation shall inure to the benefit of, or be distributed to any individual. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

4.01 Personal Liability

No officer or director of this corporation shall be personally liable for the debts or obligations of GREEN AND GOLD BASEBALL, INC. of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

4.02 Dissolution

Upon termination or dissolution of the GREEN AND GOLD BASEBALL, INC. any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of the GREEN AND GOLD BASEBALL, INC. hereunder shall be selected by the discretion of a majority of the managing body of the GREEN AND GOLD BASEBALL, INC. and if its board cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against the GREEN AND GOLD BASEBALL, INC. by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying

organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Florida.

In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to this corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Florida to be added to the general fund.

4.04 Prohibited Distributions

No part of the net earnings or properties of this corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members, directors, officers or other private person or individual, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III, Section 3.01.

4.05 Restricted Activities

No substantial part of the corporation's activities shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

4.06 Prohibited Activities

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (I) by a corporation exempt from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (II) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE V **BOARD OF DIRECTORS**

5.01 Governance

GREEN AND GOLD BASEBALL, INC., shall be governed by its board of directors.

5.02 Initial Directors

The initial directors of the corporation shall be:

President: Melissa Hughes

2023 Nov 21 1:10:21

1792 Blue Oak Court
DeLand, FL 32720

Vice President: Cristina Boyd Kovalev
550 Ridge Boulevard
DeLand, FL 32720

Treasurer: Virginia Myers
2379 Depot Street
DeLand, FL 32720

Secretary: Heather Omran
303 South Stone Street
DeLand, FL 32720

ARTICLE VI **MEMBERSHIP**

6.01 Membership

GREEN AND GOLD BASEBALL, INC. shall have no members. The management of the affairs of the corporation shall be vested in a board of directors, as defined in the corporation's bylaws.

ARTICLE VII **AMENDMENTS**

7.01 Amendments

Any amendment to the Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the board of directors.

ARTICLE VIII **ADDRESSES OF THE CORPORATION**

8.01 Corporate Address

The address of the corporation is:

GREEN AND GOLD BASEBALL, INC.
1792 Blue Oak Court
DeLand, FL 32720

2023 Nov 21 10:21

The mailing address of the corporation is:

GREEN AND GOLD BASEBALL, INC.
1792 Blue Oak Court
DeLand, FL 32720

ARTICLE IX
APPOINTMENT OF REGISTERED AGENT

9.01 Registered Agent

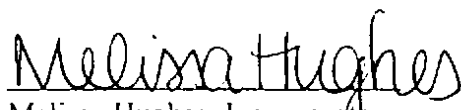
The registered agent of the corporation shall be:

Melissa Hughes
1792 Blue Oak Court
DeLand, FL 32720

ARTICLE X
INCORPORATOR

The incorporator of the corporation is Melissa Hughes.

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third-degree felony as provided in Florida Statute Section 817.155.


Melissa Hughes, Incorporator
1792 Blue Oak Court
DeLand, FL 32720

2023
11
10:21

CERTIFICATE OF ADOPTION OF ARTICLES OF INCORPORATION

We, the undersigned, do hereby certify that the above stated Articles of Incorporation of GREEN AND GOLD BASEBALL, INC. were approved by the board of directors on November 14, 2023, and constitute a complete copy of Articles of Incorporation of the GREEN AND GOLD BASEBALL, INC.

Melissa Hughes

Melissa Hughes, President

1792 Blue Oak Court

DeLand, FL 32720

Cristina Kovalev

Cristina Boyd Kovalev, Vice President

550 Ridge Boulevard

DeLand, FL 32720

Virginia Myers

Virginia Myers, Treasurer

2379 Depot Street

DeLand, FL 32720

Heather Omran

Heather Omran, Secretary

303 South Stone Street

DeLand, FL 32720

**ACKNOWLEDGMENT OF CONSENT
TO APPOINTMENT AS REGISTERED AGENT**

I, Melissa Hughes, having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and agree to be the registered agent for GREEN AND GOLD BASEBALL, INC. as appointed herein and I agree to act in this capacity.

Melissa Hughes

Melissa Hughes, Registered Agent

Date: 11/14/23

2023 Nov 21 10:21